

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X		
	:	<b>Chapter 11</b>
<b>In re:</b>	:	
	:	<b>Case No. 05-44481 (RDD)</b>
<b>Delphi Corporation, et al.</b>	:	<b>(Jointly Administered)</b>
	:	
<b>Debtors</b>	:	
-----X		

**NOTICE OF TRANSFER OF CLAIM  
NO. 16368 PURSUANT TO FRBP RULE 3001(e)(2)**

**TO: NEC ELECTRONICS AMERICA, INC.**  
**("Assignor")**  
Attn: Anthony Leto  
2880 Scott Blvd.  
Santa Clara, CA 95050

As of June 29, 2007, Assignor's claim against Delphi Automotive Systems, LLC in the principal amount of \$9,716,779.51 (the "Claim") have been transferred to the following Assignee:

**JPMorgan Chase Bank, N.A.**  
**270 Park Avenue**  
**New York, NY 10017**  
**Attention: Neelima Veluvolu**  
**Telephone: (212) 270-2150**  
**Facsimile: (646) 792-3855**  
**E-mail: neelima.veluvolu@jpmorgan.com**

The Evidence of Transfer of Claim is attached as Exhibit A and the Assignee's payment instructions are attached as Exhibit B. No action is required if you do not object to the transfer of your claim. However, **IF YOU OBJECT TO THE TRANSFER OF YOUR CLAIM, WITHIN TWENTY (20) DAYS OF THE DATE OF THIS NOTICE, YOU MUST FILE A WRITTEN OBJECTION TO THE TRANSFER:**

<b>Mailing Address:</b>	<b>Physical Address:</b>
United States Bankruptcy Court Southern District of New York Delphi Corporation Claim Docketing Center One Bowling Green Station, P.O. Box 5058 New York, New York 10274-5058	United States Bankruptcy Court Southern District of New York One Bowling Green New York, NY 10004

**PLEASE SEND A COPY OF YOUR OBJECTION TO THE TRANSFEREE AT  
THE FOLLOWING ADDRESS:**

**JPMorgan Chase Bank, N.A.**  
**270 Park Avenue**  
**New York, NY 10017**  
**Attention: Neelima Veluvolu**  
**Telephone: (212) 270-2150**  
**Facsimile: (646) 792-3855**  
**E-mail: neelima.veluvolu@jpmorgan.com**


**WITH A COPY TO :**

**Kirkpatrick & Lockhart Preston Ellis Gates LLP**  
**599 Lexington Avenue**  
**New York, NY 10022**  
**Attention: Steven H. Epstein**  
**Telephone: (212) 536-4830**  
**Facsimile: (212) 536-4001**  
**E-mail : sepstein@klgates.com**

**If you file an objection, a hearing will be scheduled. IF YOUR OBJECTION IS NOT  
TIMELY FILED, THE ASSIGNEE WILL BE SUBSTITUTED FOR THE ASSIGNOR  
ON THE BANKRUPTCY COURT RECORDS AS A CLAIMANT IN THIS  
PROCEEDING.**

Dated: June 29, 2007

**JPMORGAN CHASE BANK, N.A.**

By:   
Name: Jason Leddy  
Title: Authorized Signatory

**EXHIBIT A**

**Evidence Of Transfer Of Claim**

EVIDENCE OF TRANSFER OF CLAIM No. 16368

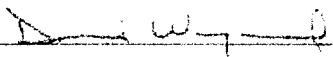
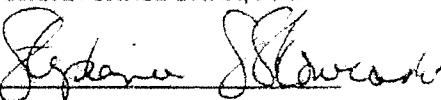
Assignor: NEC ELECTRONICS AMERICA, INC.

Assignee: JPMORGAN CHASE BANK, N.A.

For value received, the adequacy of which is hereby acknowledged, Assignor hereby unconditionally and irrevocably sells, transfers and assigns to Assignee Claim No. 16368 against Delphi Automotive Systems, LLC in Chapter 11 Case No. 05-44481 (RDD)(Administratively Consolidated) (the "Case") pending in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") in the filed amount of \$9,716,779.51 (the "Claim"), without recourse, representation or warranty except as set forth in that certain Transfer of Claim Agreement, dated as of the date hereof, between Assignor and Assignee. Attached hereto as Exhibit A is the amended proof of claim filed by Assignor in the Case in respect of the Claim.

Assignor hereby waives any objection to the transfer of the Claim to Assignee on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Federal Rule of Bankruptcy Procedure 3001, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Assignor further directs the Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the claim, and all payments or distributions of money or property in respect of claim, shall be delivered or made to the Assignee.

IN WITNESS WHEREOF, this EVIDENCE OF TRANSFER OF CLAIM IS EXECUTED THIS 29<sup>th</sup> day of June, 2007.

<p>ASSIGNOR: NEC ELECTRONICS AMERICA, INC.</p> <p>By: </p> <p>Name: DAVID WEIGAND Title: VICE PRESIDENT, FINANCE</p>	<p>ASSIGNEE: JPMORGAN CHASE BANK, N.A.</p> <p>By: </p> <p>Name: Stephanie Skowronski Title: Authorized Signatory</p>
---	--

**EXHIBIT B**

**Assignee's Payment And Delivery Instructions**

Assignee's Payment and Delivery Instructions

Wire:

Name of Bank:	<b>JPMorgan Chase Bank New York, N.A.</b>
Routing Transit/ABA number:	<b>021000021</b>
Name of Account:	<b>SPS High Yield Loan Trading</b>
Account Number:	<b>544-7-94742</b>
Reference:	<b>Delphi/NEC</b>